

SEMINOLE COUNTY GOVERNMENT AGENDA MEMORANDUM

SUBJECT: Assignment of PS-0709-06/BLH - Howell Creek Basin/Red Bug Lake Road Regional Stormwater Facility Project

DEPARTMENT: Administrative Services

DIVISION: Purchasing and Contracts

AUTHORIZED BY: Frank Raymond

CONTACT: Vagillia Taylor

EXT: 7122

MOTION/RECOMMENDATION:

Approve the assignment of PS-0709-06/BLH - Howell Creek Basin/Red Bug Lake Road Regional Stormwater Facility Project from TEK Science & Engineering, Inc., Winter Park, Florida to Woolpert, Inc., Orlando, Florida.

County-wide

Ray Hooper

BACKGROUND:

PS-0709-06/BLH provides the services of a professional engineering consultant in connection with the design and permitting of a regional stormwater facility (RSF) on the County parcel prior to its discharge into Lake Howell.

TEK Science & Engineering, Inc. of Winter Park, Florida, has been purchased by Woolpert, Inc., of Orlando, Florida, and Woolpert has agreed to take over this Agreement with the same terms and conditions as awarded by the Board on June 13, 2006. The attached backup documentation includes a copy of the letter from Woolpert dated June 15, 2008.

STAFF RECOMMENDATION:

Staff recommends that the Board approve the assignment of PS-0709-06/BLH - Howell Creek Basin/Red Bug Lake Road Regional Stormwater Facility Project from TEK Science & Engineering, Inc., Winter Park, Florida to Woolpert, Inc., Orlando, Florida.

ATTACHMENTS:

1. PS-0709-06_BLH - Backup Documentation
2. PS-0709-06_BLH - Assignment (Woolpert)

Additionally Reviewed By:

☐ County Attorney Review (Ann Colby)

June 15, 2008

Seminole County
Purchasing Division
1101 E. 1st Street, Room 3208
Sanford, Florida 32771



WOOLPERT, INC.

11315 Corporate Blvd. Ste. 115

Orlando, Florida 32817-6340

407-381-2192

Fax: 407-394-1185

www.woolpert.com

**RE: Contract No. PS 0709-06/BLH
Engineering and Design Services Agreement
Howell Creek Basin/Red Bug Lake Road
Regional Stormwater Facility Project**

To Whom It May Concern:

I am writing to request the assignment of the remaining services on the Contract referenced above with TEK Science and Engineering, Inc. to Woolpert, Inc. as well as new tasks/work orders that would be initiated under those contracts. On April 18, 2008, Woolpert purchased a majority of the assets of TEK and the former employees of TEK have transitioned to Woolpert.

With over 800 staff, Woolpert provides a wide variety of services to our clients ranging from architectural, engineering, and surveying to aerial photography/mapping and GIS/IT services. Although Woolpert is a national firm, Woolpert has a strong presence in Florida with offices in Orlando and Miami and approximately 60 staff between the two offices. As such, Woolpert can provide the convenience of a local firm with the depth of experience of a national firm. At your convenience, please check out Woolpert's website at www.woolpert.com to learn more about Woolpert.

Upon your consent, Woolpert agrees to perform the remaining services in accordance with the terms and conditions of the Contracts. If you are in agreement with the assignment of the remaining services on the Contracts, please indicate your acceptance below. If a more formal assignment process is required, please provide the necessary forms for us to complete and return.

Should you need any additional information, please do not hesitate to contact me at 407.381.4208 or rex.cowden@woolpert.com.

Sincerely,

WOOLPERT, INC.

Rex Cowden
Senior Vice President

Copy: Jeff Earhart, P.E.

I approve the assignment of the remaining services on the contracts identified above to Woolpert, Inc.

SEMINOLE COUNTY

Signature of Authorized Representative

Printed Name

Date



Science & Engineering Corporation

July 15, 2008

Seminole County
Purchasing Division
1101 E. 1st. Street, Room 3208
Sanford, Florida 32771

RE: Contract No. PS-0709-06/BLH
Engineering and Design Services Agreement Howell Creek Basin/Red Bud Lake Road
Regional Stormwater Facility Project

To Whom It May Concern:

I am writing to confirm that a majority of the assets of TEK Science and Engineering, Inc. were purchased by Woolpert, Inc. on or about April 18th 2008. In addition, the employees of TEK Science and Engineering transitioned to Woolpert, Inc. As a result, TEK's project management staff, supervision, and client service staff, including myself will continue to work on completion of the projects upon consent of the assignment of the remaining services under the contracts to Woolpert.

A separate request from Woolpert, Inc. shall be submitted to Seminole County to request the assignment of the remaining services of Contract No. PS-0709-06/BLH as well as any new task/work orders under those contracts. By this letter, TEK Science and Engineering hereby consents to such assignment to Woolpert upon approval by the County

Should you need additional information, please let me know.

Sincerely,
TEK Science and Engineering, Inc.

A handwritten signature in black ink, appearing to read "Jeffrey J. Earhart".

Jeffrey J. Earhart, PE
(Former Vice President of TEK Science and Engineering, Inc.)

Cc: Rex Cowden
Woolpert, Inc.

3006 Moss Valley Place, Winter Park, Florida 32792
(407) 677-1012 ♦ Cell (407) 267-8905

**ASSIGNMENT OF ENGINEERING STUDY AND DESIGN SERVICES AGREEMENT
HOWELL CREEK BASIN/RED BUG LAKE ROAD
REGIONAL STORMWATER FACILITY PROJECT
(PS-0709-06/BLH)**

THIS ASSIGNMENT is made and entered into this ____ day of _____, 20__, by and between **TEK SCIENCE AND ENGINEERING, INC.**, whose address is 3006 Moss Valley Place, Winter Park, Florida 32792, hereinafter called "ASSIGNOR", **WOOLPERT, INC.**, whose address is 11315 Corporate Blvd., Suite 115, Orlando, Florida 32817-8340, hereinafter called "ASSIGNEE," and **SEMINOLE COUNTY**, a political subdivision of the State of Florida, whose address is Seminole County Services Building, 1101 East First Street, Sanford, Florida 32771, hereinafter called "COUNTY".

W I T N E S S E T H:

WHEREAS, COUNTY and ASSIGNOR entered into an Engineering Study and Design Services Agreement (PS-0709-06/BLH) on July 11, 2006, whereby ASSIGNOR agreed to administer an engineering study and design for the Howell Creek Basin/Red Bug Lake Regional Stormwater Facility Project in Seminole County; and

WHEREAS, ASSIGNOR, as of April 18, 2008, was purchased by the ASSIGNEE and wishes to assign the rights and responsibilities under the above-mentioned Agreement; and

WHEREAS, both majority shareholders and executives of ASSIGNOR and ASSIGNEE desire this assignment; and


WHEREAS, Section 16 of the July 11, 2006 Agreement requires that the Agreement not be assigned by the parties without prior written

consent of the other party, and in such cases, only by a document of equal dignity therewith; and

WHEREAS, COUNTY, ASSIGNOR and ASSIGNEE all feel that assignment of this Agreement to ASSIGNEE will best serve the needs of all parties,

NOW, THEREFORE, in consideration of the mutual understandings and covenants set forth herein, COUNTY, ASSIGNOR and ASSIGNEE agree as follows:

(1) ASSIGNOR assigns all of its rights in that certain Agreement with the COUNTY, dated July 11, 2006, for administration of engineering and design study for the Howell Creek Basin/Red Bug Lake Road Regional Stormwater Facility Project (PS-0709-06/BLH) to ASSIGNEE, effective immediately.

(2) ASSIGNEE accepts the above assignment and agrees to be bound by all of the terms and conditions  of that Agreement dated July 11, 2006 to be performed on the part of ASSIGNOR, and ASSIGNEE agrees to indemnify COUNTY against any and all liabilities under that Agreement, effective immediately.

(3) COUNTY hereby consents to the foregoing assignments between ASSIGNOR and ASSIGNEE of those contracted rights and duties as set forth in the Agreement dated July 11, 2006.

(Signature Page Follows)

IN WITNESS WHEREOF, the parties hereto have made and executed this Assignment on the date below written.

ATTEST: TEK SCIENCE AND ENGINEERING, INC.

_____, Secretary By: _____, President

(CORPORATE SEAL) Date: _____

ATTEST: WOOLPERT, INC.

_____, Secretary By: _____, President

(CORPORATE SEAL) Date: _____

ATTEST:

BOARD OF COUNTY COMMISSIONERS
SEMINOLE COUNTY, FLORIDA



MARYANNE MORSE
Clerk to the Board of
County Commissioners of
Seminole County, Florida.

By: _____
BRENDA CAREY, Chairman

Date: _____

For the use and reliance
of Seminole County only.

Approved as to form and
legal sufficiency.

As authorized for execution
by the Board of County Commissioners
at their _____, 20____
regular meeting.

County Attorney

AEC:sjs
9/2/08

P:\Users\Legal Secretary CSB\Purchasing 2008\Agreements\PS-0709-06 Assignment.doc